

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

CARLYLE AVIATION MANAGEMENT LIMITED, ACCIPITER INVESTMENTS AIRCRAFT 4 LIMITED, VERMILLION AVIATION (TWO) LIMITED, ACCIPITER HOLDINGS DAC, MAVERICK AVIATION HOLDINGS LTD., MANCHESTER AVIATION FINANCE S.à r.l., WELLS FARGO TRUST COMPANY, N.A., not in its individual capacity but solely in its capacity as OWNER TRUSTEE, UMB BANK, N.A., not in its individual capacity but solely in its capacity as OWNER TRUSTEE,

Plaintiffs,

v.

FRONTIER AIRLINES, INC.

Defendant.

Case No.: 1:23-cv-04774 (PAE)

**DECLARATION OF JED M. SCHWARTZ IN SUPPORT OF PLAINTIFFS' MOTION  
TO DISMISS DEFENDANT'S COUNTERCLAIMS**

I, Jed. M. Schwartz, hereby declare as follows:

1. I am a member of the law firm Milbank LLP, counsel to Plaintiffs-Counterclaim Defendants Carlyle Aviation Management Limited (“CAML”), Accipiter Investments Aircraft 4 Limited (“Accipiter”), Vermillion Aviation (Two) Limited (“Vermillion”), Accipiter Holdings DAC (“Accipiter Holdings”), Vermillion Aviation Holdings Limited (“Vermillion Holdings”) Maverick Aviation Holdings Ltd. (“Maverick”), Manchester Aviation Finance S.à r.l. (“Manchester”), UMB Bank, N.A., not in its individual capacity but solely in its capacity as Owner Trustee (“UMB”), and Wells Fargo Trust Company, N.A., not in its individual capacity but solely in its capacity as Owner Trustee (“Wells Fargo”) (collectively, “Plaintiffs”), in the above-

captioned action. I am a member in good standing of the bar of the State of New York and of this Court.

2. Attached hereto as **Exhibit 1** is a redacted copy of Lease Form 2.

3. Attached hereto as **Exhibit 2** is a redacted copy of a Participation Agreement MSN 6184, dated as of December 15, 2017, between Accipiter, Wells Fargo Bank Northwest (in its individual capacity only as expressly stated therein and otherwise not in its individual capacity but solely as owner trustee) and Frontier. The language in Sections 2.1, 3.1, and 4.1 of this agreement is identical to the equivalent portion of a Participation Agreement MSN 7524, dated as of December 14, 2017, between Accipiter, Wells Fargo Bank Northwest (in its individual capacity only as expressly stated therein and otherwise not in its individual capacity but solely as owner trustee) and Frontier.

4. Attached hereto as **Exhibit 3** is a true and correct excerpted copy of Lease Form 1.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York  
August 16, 2023

/s/ Jed M. Schwartz  
Jed M. Schwartz